SAVE FORESTVILLE RSL

Calling All Club Members

A vote has been called to determine if the Club site can be redeveloped to include a retirement village.

SAVE THE DATE

Thursday 11th December 2025

6.30pm

Forestville RSL Club (upstairs)

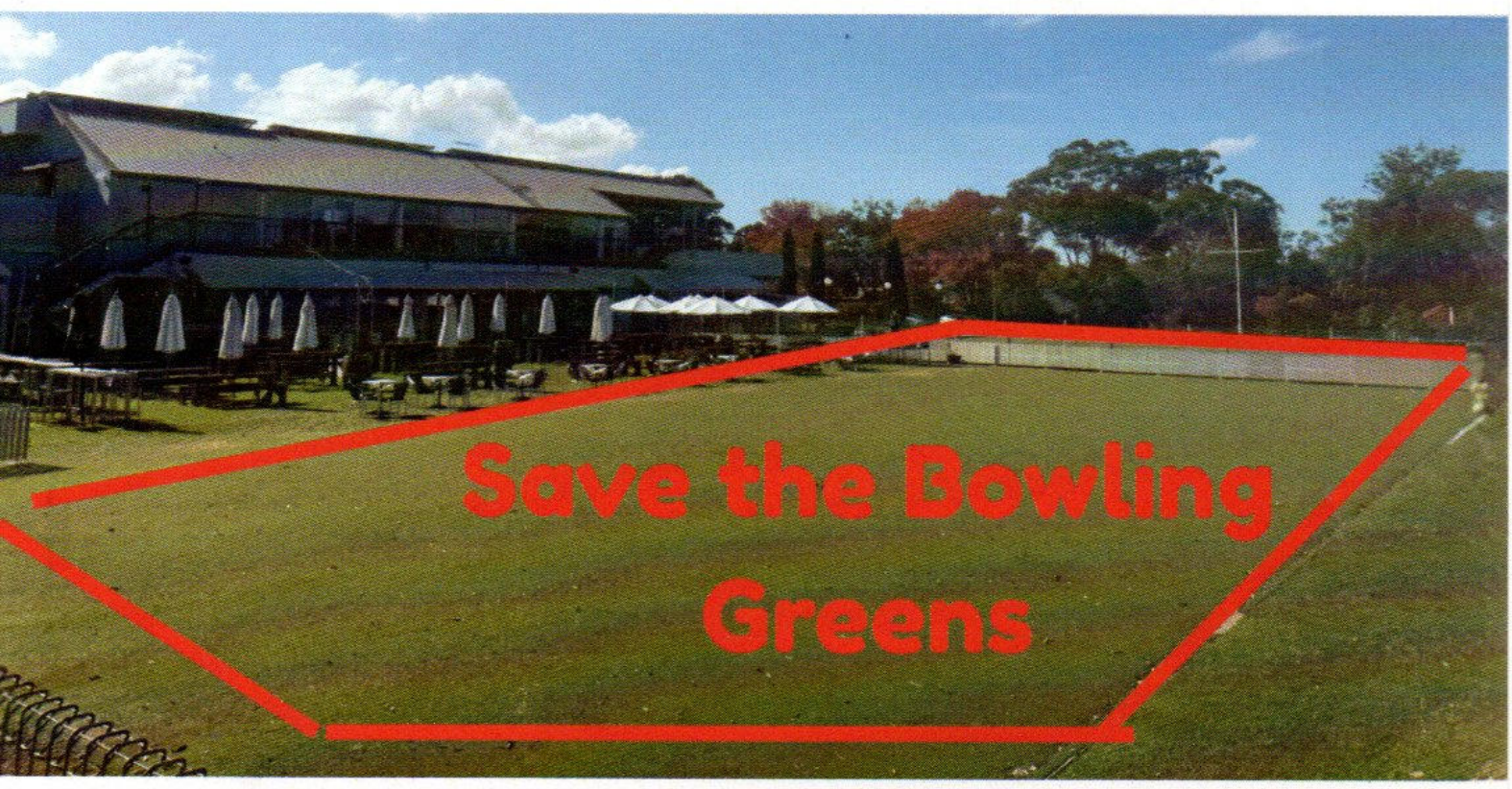
Bring your Membership Card

VOTE NO

The planned development is NOT A DONE DEAL.

If the "NO" vote wins, the land CANNOT be redeveloped.
YOUR VOTE COUNTS!

YOU HAVE TO TURN UP, IN PERSON, ON THE NIGHT AND VOTE NO.



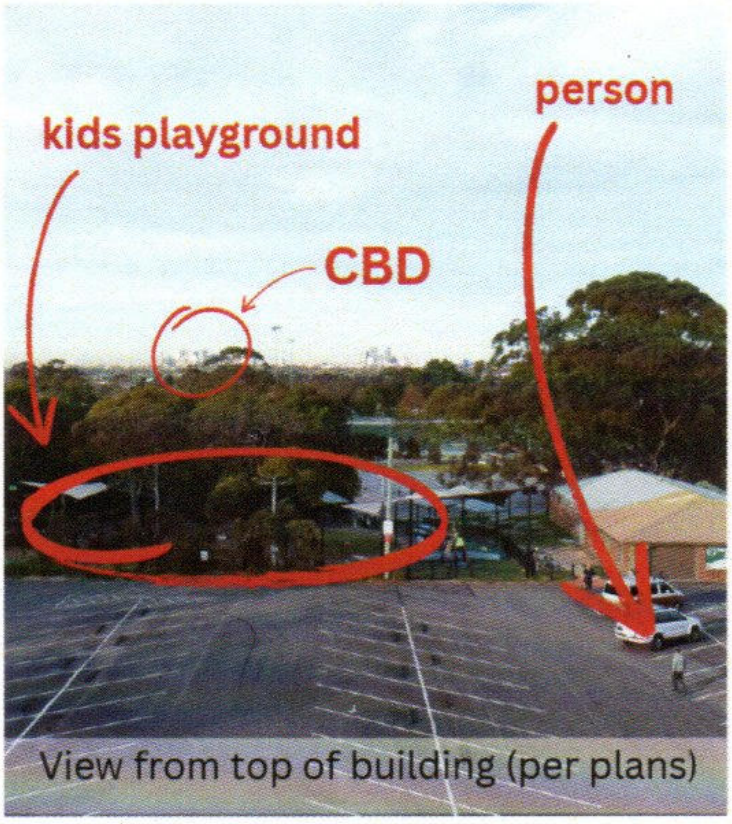
A Community. Not a Complex.

Memorial Cenotaph Removed From Site

For decades, we've gathered at the Cenotaph to remember our fallen. Now, it's being moved aside for a development plan.

So Big You Can't Miss It

Approved by council to exceed the height limit zoned for this area. This structure will stand above homes, playgrounds, and quiet streets.



View from top of building (per plans)

A $77M Decision

How does a club making $500K profit finance a $77M development?

If it fails— could the club be sold?

Other options exist to future proof the Club that don't involve the overhaul of a beloved community place.

Don't count on others to stop this - we need YOUR VOTE.

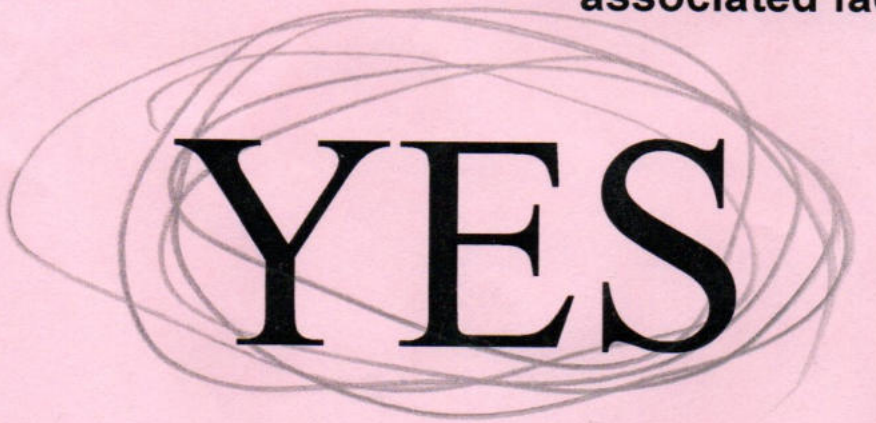
TURN UP - In Person, on the Night - VOTE NO

FORESTVILLE

– RSL CLUB –

Resolution No 2

"That members declare, for the purposes of section 41E of the Registered Clubs Act 1976 (NSW), that the proposed new registered/licensed premises of the Club and associated facilities and car parking (New Club premises and Club associated facilities and car parking) on the Club's land at 22 Melwood Avenue, Forestville NSW 2087, being lot 2589 in deposited plan 752038, to be core property of the Club immediately following completion of construction and issue of an occupation certificate for the New Club premises and Club associated facilities and car parking."



YES NO

Please circle your answer

FORESTVILLE R S L CLUB LTD

ABN 15 000 970 132

NOTICE OF SPECIAL GENERAL MEETING

NOTICE is hereby given that a Special General Meeting of Forestville R S L Club Ltd (**Club**) will be held on ***Thursday, 11 December 2025*** at ***6:30pm*** at the Club's premises at 22 Melwood Avenue, Forestville NSW 2087.

BUSINESS TO BE CONDUCTED

1. Apologies.

2. To consider, and if thought fit, pass the Ordinary Resolutions appearing under the headings "First Ordinary Resolution" and "Second Ordinary Resolution" in this Notice of Special General Meeting concerning the Club's land and premises at 20-22 Melwood Avenue, Forestville NSW 2087, being lot 31 in deposited plan 366454 and lot 2589 in deposited plan 752038 (**Club's Property**).

FIRST ORDINARY RESOLUTION

"That members declare, for the purposes of section 41E of the *Registered Clubs Act 1976* (NSW), that all of the Club's land and premises at 20 and 22 Melwood Avenue, Forestville NSW 2087, respectively being lot 31 in deposited plan 366454 and lot 2589 in deposited plan 752038 not to be core property of the Club."

Explanatory notes regarding the First Ordinary Resolution

Purpose and description of the proposed development of the Club's Property

1. The Club's land and premises at 20 and 22 Melwood Avenue, Forestville NSW 2087, contained in lot 31 in deposited plan 366454 and lot 2589 in deposited plan 752038 (**Club's Property**) is presently "core property" for the purposes of section 41E of the *Registered Clubs Act 1976* (NSW) (**Registered Clubs Act**).

2. No. 20 Melwood Avenue, Forestville is lot 31 in deposited plan 366454 and is currently used as a car park. No. 22 Melwood Avenue Forestville is lot 2589 in deposited plan 752038 and contains the existing clubhouse, car park and two bowling greens.

3. If the First Ordinary Resolution is passed, all of the Club's Property will not be core property for the purposes of section 41E of the Registered Clubs Act.

4. Under section 41E of the Registered Clubs Act, "core property" includes:

   (a) the (licensed) premises of the Club;

   (b) any facility provided by the Club for the use of its members and their guests; or

   (c) any other property declared, by a resolution of a majority of the members present at a general meeting of the ordinary members of the Club, to be core property,

   unless it has been declared not to be core property by a resolution of the ordinary members of the Club in general meeting.

5. Under section 41E of the Registered Clubs Act, "core property" cannot be disposed of (which includes by way of sale, lease or licence) unless:

   (a) the property has been valued by a qualified valuer;

   (b) the disposal has been approved at a general meeting of the ordinary members of the Club at which a majority of the votes cast supported the approval; and

   (c) any sale is by way of public auction or open tender conducted by an independent real estate agent or auctioneer,

   except in circumstances specified in the *Registered Clubs Regulation 2025* (NSW) (**Registered Clubs Regulation**).

6. The exceptions to compliance with the requirements of section 41E of the Registered Clubs Act contained in clause 28 of the Registered Clubs Regulation include the following:

   (a) the property is leased or licensed for a period not exceeding 10 years on terms that have been subject to a valuation by a qualified valuer;

   (b) the disposal of the property involves calling for expressions of interest and subsequent selective tendering process, and the disposal and the disposal process have been approved by a majority vote at a general meeting of the ordinary members of the club; and

   (c) the terms and nature of the disposal (including the details of the parties, property, price and valuation) are disclosed to the ordinary members of the club, and the disposal is approved at a general meeting of the ordinary members of the club.

7. The Board considers that the available exceptions to the disposal of core property contained in clause 28 of the Registered Clubs Regulation are not appropriate for the proposed development and do not give the Board the desired flexibility in negotiating with third parties and planning the development.

8. The Board is looking to redevelop the Club's Property so that it will include a new clubhouse and independent seniors independent living units (**ILUs**) and related facilities. This is part of the Board's strategic planning for the future of the Club.

9. Diversification of the site and lessening of the Club's reliance on gaming revenue is essential to ensure the future viability and survival of the Club, and ensure it will continue to offer a broad range of club facilities to members and their guests. In addition, the ageing existing infrastructure is costly to maintain, upgrade and insure.

10. Further to previous information meetings with members, the Club has obtained a development approval from Northern Beaches Council (**Council**) for construction of the following on the Club's Property:

    Stage 1 construction

    (a) New building to be constructed where the existing bowling greens are located incorporating:

        (i) New clubhouse premises on the entire ground floor with some services on the level 1 car park below the new clubhouse.

        (ii) 16 ILUs in the two levels above the new clubhouse premises; and

        (iii) Three level basement car parking in the levels below the ground floor clubhouse.

(b) On-grade parking (i.e. ground level open air parking);

(c) The new building referred to in point 10(a) above will have three levels above ground and three levels below ground.

(d) The proposed new clubhouse entry will have entry and drop off via a dedicated driveway.

Stage 2 construction

(e) On completion of the new clubhouse, the existing clubhouse will be fully demolished and three new ILU towers, each of three levels comprising a total of 36 ILUs and associated basement car parking.

Development summary

(f) Under the current development consent a total of 52 ILUs will be constructed. This number could vary depending on the club's ability to maximise the development of the site for the benefit of the Club and its members.

(g) Currently the club has 74 on grade car spaces. At the conclusion of Stages 1 and 2 the club will have more than double that number of underground parking spaces available. This is in addition to the spaces allocated to the ILU's.

(h) Such other facilities as may be permissible under the development consent, such as a coffee shop, theatrette and gym.

11. The final development may vary, depending on a range of matters, including construction costs or any necessary or appropriate modifications.

12. Splitting the proposed development into Stages 1 and 2 means that the Club will continue to trade from its existing clubhouse until the new clubhouse is complete and is ready to trade pursuant to Stage 1 construction works. The Club will continue to trade and will only be fully demolished under Stage 2.

13. It is anticipated that Stage 1 building works will take about 18 months to complete from the time of commencement. Stage 2 building works are anticipated to also take about 18 months to complete from the time of commencement.

14. Council's website at www.northernbeaches.nsw.gov.au contains the development approval, including Council's approved plans. As at the date of publication of this notice, the relevant webpage containing the development approval and approved plans is at this link: https://eservices.northernbeaches.nsw.gov.au/ePlanning/live/Public/XC.Track/SearchApplication.aspx?id=2495523

15. The Club's Property will not be sold. However, the ILUs will be leased or licenced to residents. It is not practical to have each lease or licence agreement approved by general meeting, and their terms would likely exceed periods of 10 years and so a valuation would not be an appropriate option.

16. Many registered clubs have undertaken developments of their core property and declared part or all of their core property not to be core property, even where their land is not being sold. This gives the relevant board the ability to make decisions about the development, including leasing or licensing with the degree of flexibility and confidence necessary to ensure the development is completed to the satisfaction of the relevant board.

17. The Board is in a similar position as many other registered clubs which seek to undertake development of core property. The Board members each have directors' duties under both the common law and the *Corporations Act 2001* (Cth), which include acting in the Club's best

interests. The resolution does not diminish the obligations of the directors at law. The resolution allows the Board to progress the project subject to those continuing obligations.

18. Accordingly, in order to enable the Board to continue with the project and ultimately enter into long term leases or licences for residents of the ILUs, the Board proposes to have the Club's Property declared as non-core property. This will give the Board the degree of flexibility and confidence required in negotiating with third parties and progress the project, whilst at the same time being cognisant of their directors' duties at law to ensure the development is completed in the Club's interests and in accordance with all required approvals.

19. If passed, the First Ordinary Resolution does not authorise the Board to sell the Club's Property because rule 62(j) of the Club's Constitution requires the approval of members in general meeting for sale of any land or buildings of the Club, whether or not the land or buildings are core property under section 41E of the Registered Clubs Act. The Board will not be putting an ordinary resolution to members seeking a sale of any of the Club's Property for the purposes of rule 62(j) of the Club's Constitution.

Feasibility of the proposed redevelopment

20. As part of the Board's due diligence, it has undertaken a financial feasibility of the redevelopment which supports the feasibility of the proposed redevelopment and the commercial benefits which can be obtained by the Club as a result of the redevelopment.

21. The total cost of the proposed development, is estimated to be $108,000,000.

22. The development profit is estimated to be between $15,000,000 and $18,000,000.

23. The Board intends the Club will have a peak debt of $90,000,000 to complete the proposed development, a portion of which will be repaid from the proceeds of Stage 1 sales. The feasibility assessment supports the Club's ability to fund the proposed redevelopment.

24. The figures provided above are current estimates as at the date of this letter. Circumstances can change, and therefore the amounts provided can change over time. However, if the proposed redevelopment proceeds, the Board will keep members informed of material changes to timelines, costs and anticipated profits.

Funding for the proposed redevelopment and security for loan

25. The Board intends the Club will have a peak debt of $90,000,000 to complete the proposed development. The feasibility assessment supports the Club's ability to fund the proposed redevelopment and has indicative funding proposals from major Australian banks and other interested lending bodies. The debt will be fully repaid from the "sale" of the units to the initial village residents. The reference here to "sale" is not a sale of any of the ILUs, but rather the leasing or licensing of individual ILUs. There will be no transfer of ownership of title to village residents. Funding will only be confirmed with further detailed work being completed including the results of a construction tender process and achieving required levels of commitment from future residents of the village.

26. Construction funding will be secured by mortgage over the Club's Property and general security agreement over the Club's assets.

27. As Stage 1 of the proposed redevelopment requires the construction of the new clubhouse whilst the Club continues to trade, the Club will continue to receive trading revenues in order to meet its financial commitments for the redevelopment.

Other matters

28. The proposed development will deliver a newly constructed, purpose-built club facility comprising a total floor area broadly consistent with the existing ground-floor footprint of the

(b) On-grade parking (i.e. ground level open air parking);

(c) The new building referred to in point 10(a) above will have three levels above ground and three levels below ground.

(d) The proposed new clubhouse entry will have entry and drop off via a dedicated driveway.

Stage 2 construction

(e) On completion of the new clubhouse, the existing clubhouse will be fully demolished and three new ILU towers, each of three levels comprising a total of 36 ILUs and associated basement car parking.

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17. The Board is in a similar position as many other registered clubs which seek to undertake development of core property. The Board members each have directors' duties under both the common law and the *Corporations Act 2001* (Cth), which include acting in the Club's best

current premises. The new facility has been designed to provide a more flexible, efficient and contemporary layout and will include designated function spaces, children's area, dining areas, bar facilities, gaming area and TAB. The development will also incorporate a substantial landscaped zone featuring lawn and greenery of approximately 450 sqm.

29. In addition to the club facility, the development will include a 52-unit independent living village. This component of the project is intended to generate a diversified and sustainable revenue stream to support the Club's long-term financial stability and its ongoing community contributions. The independent living development is projected to realise a cash reserve, which will assist in underpinning the Club's future operations and strategic objectives.

30. Our current club building has been built in parts over the last 60 years and is in a state that requires substantial repairs and investment and is inefficient in its operation.

31. The strategy to create a new revenue stream is consistent with the general industry imperative to spread revenues beyond traditional sources of gaming food and beverage. There are many other clubs that have followed a similar pathway with 4 notable examples within a 10 km radius being at Dee Why RSL, Harbord Diggers, Club Willoughby and Chatswood Golf Club.

32. The board has formed the view that the project is viable and is in the interests of members and the community generally. Consequently, Members are being asked to declare the land non-core to allow the development to proceed and to allow the Board to continue to invest in the project with certainty.

SECOND ORDINARY RESOLUTION (to be put to members only if the First Ordinary Resolution is passed)

"That members declare, for the purposes of section 41E of the *Registered Clubs Act 1976* (NSW), that the proposed new registered/licensed premises of the Club and associated facilities and car parking (**New Club premises and Club associated facilities and car parking**) on the Club's land at 22 Melwood Avenue, Forestville NSW 2087, being lot 2589 in deposited plan 752038, to be core property of the Club immediately following completion of construction and issue of an occupation certificate for the New Club premises and Club associated facilities and car parking."

Explanatory notes regarding the Second Ordinary Resolution

1. The Second Ordinary Resolution will only be put to members if the First Ordinary Resolution is passed.

2. Once the New Club premises and Club associated facilities and car parking are completed and an occupation certificate is issued, these areas will be deemed to be core property again by virtue of section 41E of the Registered Clubs Act.

3. However, to give members confidence that these facilities will be core property, the Board proposes the Second Ordinary Resolution for members to formally declare the New Club premises and Club associated registered club facilities and car parking (which will be built on 22 Melwood Avenue, Forestville, being lot 2589 in deposited plan 752038) to be core property for the purposes of section 41E of the Registered Clubs Act immediately following completion of construction and issue of an occupation certificate.

4. Although this is not strictly necessary, the Board is putting the Second Ordinary Resolution to members to give them confidence that the New Club premises and Club associated facilities and car parking will not be sold or leased and will be retained for members and their guests.

General notes regarding the Ordinary Resolutions

1. In accordance with section 41E of the Registered Clubs Act, Life Members and financial Ordinary Members (i.e. all other financial full members of the Club) are eligible to attend the Special General Meeting and vote on the Ordinary Resolutions.

2. To be passed, each Ordinary Resolution requires votes from a simple majority of those members who, being eligible to do so, are present and vote on each Ordinary Resolution at the meeting.

3. Under the Registered Clubs Act and the Club's Constitution:

   (a) members who are employees of the Club are not entitled to vote; and

   (b) proxy voting is prohibited.

4. The Board recommends that members vote in favour of the Ordinary Resolutions.

By Order of the Board of Directors.

Ian Thomson
Chief Executive Officer
Dated: 17 November 2025